

EXHIBIT B

SCHUBERT & REED LLP PRACTICE AND HISTORY

Schubert & Reed LLP is AV rated by the Martindale-Hubbell Law Directory. Together with its predecessor firms, the Law Offices of Robert C. Schubert and the Law Offices of Juden Justice Reed, it has been in operation for over twenty years. In addition to prosecuting cases in the California federal and state courts, the firm has been actively involved in multi-district securities and other class actions throughout the United States. Schubert & Reed has been Lead Counsel or Co-Lead Counsel in class actions and shareholder derivative cases which have produced monetary recoveries of over \$90 million. These have included the following:

Bonneville Pacific Corporation Securities Litigation, No. 92-C-181-S (District of Utah). Co-Lead Counsel in securities class action involving fraudulent financial statements by a large power cogeneration company. We obtained settlements totaling \$26 million for the class, which recovered 100% of its damages, in one of the largest securities fraud cases in Utah history. We also obtained a decision from the Utah Supreme Court holding that plaintiffs need not plead or prove reliance to proceed under the Utah Uniform Securities Act. Gohler v. Wood, 919 P. 2d 561 (Utah 1996).

ADAC Laboratories Derivative Litigation, No. CV 779262 (California Superior Court, Santa Clara County). Co-Lead Counsel in shareholder derivative action alleging officer and director breaches of fiduciary duty and insider trading arising from false financial statements issued by a scientific instruments manufacturer. These financial statements were restated after "side letters" and other improper revenue recognition practices were uncovered. Defendants attempted to derail the case, seeking a stay based upon federal securities class actions arising from the same facts. We defeated that motion, obtained thousands of documents well ahead of the federal actions, and recovered \$12 million dollars for the company, representing the bulk of its insurance coverage.

In Re Savings Investment Service Corporation Loan Commitment Litigation, MDL 718 (Western District of Oklahoma). Co-Lead Counsel in securities class action arising from default of \$9.85 million issue of industrial revenue bonds issued to finance a hotel in Westminster, Colorado. After extensive discovery and motion practice we obtained a recovery of approximately \$8.0 million for the class.

Emulex Shareholder Derivative Cases, Judicial Coordination Proceeding No. 4194 (California Superior Court, Orange County). Co-Lead Counsel in shareholder derivative actions alleging officer and director breaches of fiduciary and insider trading arising from order delays for optical networking hardware. Although the case was initially stayed, we succeeded in lifting the stay and obtaining over 100,000 pages of company documents, eventually obtaining an \$8 million settlement for the company.

Garbini v. Protection One, Inc., Civil Action No. 99-3755 (Central District of California). Lead Counsel in securities class action arising from three successive restatements of three years' audited and publicly reported financial results by America's second-largest home security monitoring company. Plaintiffs asserted claims under Section 11 of the Securities Act of 1933 and Section 10 of the Securities Exchange Act of 1934, alleging use of an excessively long period to amortize the cost of acquired customer accounts. We obtained a settlement of \$7.76 million for the class. In a related appeal, we successfully challenged the dismissal of the company's auditors, Arthur Andersen. The ruling clarified plaintiffs' obligations to allege damages under the Securities Act of 1933. **Garbini v. Protection One, Inc.**, [Current Binder] Fed. Sec. L. Rep.(CCH) ¶92,018 (9th Cir. October 11, 2002).

In Re Structural Dynamics Research Corporation Derivative Litigation, Case No. C-1-94-650 (Southern District of Ohio). Co-Lead Counsel in shareholder derivative action arising from earnings restatement resulting from accounting fraud in the Far East operations of NASDAQ-listed computer software company. After extensive discovery, we obtained a settlement of \$5.0 million for the company. (SDRC)

In Re S3 Derivative Litigation, No. CV-77-0254 (California Superior Court, Santa Clara County). Co-lead counsel in shareholder derivative litigation involving S3, now known as SonicBLUE Corporation, which was a leading manufacturer of graphics accelerator chips. Case arose from earnings restatements and alleged insider trading resulting from improper recognition of revenue on sales in Far East. After discovery, we obtained a cash settlement of \$4.65 million for the company, which represented the bulk of insider trading damages. (SBLU)

In Re VISX Securities Litigation. Master File No. C94-2-649-RPA (Northern District of California). Co-Lead Counsel in securities class action arising from misrepresentations as to status of clinical trials by a NASDAQ-listed laser vision correction company. We obtained a settlement of \$4.0 million for the class. (VISX)

Isaac v. Falcon Classic Cable Income Properties, L.P., et al., No. BC-177205 (California Superior Court, Los Angeles County). Lead Counsel in class action arising from general partner's purchase of the assets of a cable television limited partnership at allegedly inadequate price. We obtained a recovery of \$2.8 million for the limited partners.

Bilunka v. Sanders, [1994-95 Transfer Binder] Fed. Sec. L. Rep. (CCH) ¶98,314 (N.D. Cal. 1994). Co-lead counsel in shareholder derivative action arising from misrepresentations by officers and directors of Advanced Micro Devices, a leading microchip manufacturer, regarding a purportedly "clean" clone of a microchip developed by Intel Corporation. The opinion by Judge Ware of the Northern District of California established two key principles for California derivative cases: (1) California's insider trading statute, Corporations Code §25502.5, applies to California based corporations incorporated in Delaware, and (2) where the board of directors is evenly divided between interested and disinterested members, a shareholder demand upon the board is futile and therefore excused. We ultimately obtained a recovery of \$2.25 million for the company.

In re IDB Communications Group, Inc. Securities Litigation, Master File No. CV-94-3618-RG (JGX) (Central District of California). Co-Lead Counsel in shareholder derivative action arising from misleading financial statements issued by NASDAQ-listed telecommunications company. We obtained a settlement of \$2.0 million for the company.

In re Atchison Casting Corporation Securities Litigation, Master File No. 01-2013-JWL (District of Kansas). Lead Counsel in a securities class action arising from the restatement of four years' of audited financial results by this Kansas-headquartered operator of 20 ferrous casting facilities, following revelation of accounting improprieties at the company's Pennsylvania Foundry Group. We obtained a settlement of \$1.8 million for the class.

In Re Bexar County Health Facilities Development Corporation Securities Litigation, MDL 768 (Eastern District of Pennsylvania). Co-Lead Counsel in securities class action arising from default of industrial revenue bonds issued to finance a retirement facility in San Antonio, Texas. We obtained a settlement of \$1.5 million for the class.

Eleanor Gorsey, et al. v. I.M. Simon & Co., Inc., et al., 121 F.R.D.135 (D. Mass 1988). Co-Lead Counsel in securities class action litigation arising from default of industrial revenue bonds issued to finance a retirement facility in South Bend, Indiana. We obtained a settlement of \$1.2 million for the class.

Sheehan v. Little Switzerland, 136 F. Supp. 2d 301 (D. Del 2001). Lead counsel in securities class action arising from failed merger between Little Switzerland, Inc., a duty-free retailer, and Destination Retail Holdings Corporation, a Bahamian retailer. The court upheld plaintiff's claim that the company's disclosures regarding the financing for the merger were false and misleading, and that plaintiff's allegations of wrongful intent satisfied the strict pleading standards of the Private Securities Litigation Reform Act of 1995. We obtained a recovery of \$1.05 million for the class, representing approximately 75% of estimated damages. (LSVI)

Veterinary Centers of America Securities Litigation, Case No. BC 178 615 (California Superior Court, Los Angeles County). Lead Counsel in shareholder derivative action arising from misrepresentations and insider trading by officers and directors of publicly traded chain of veterinary hospitals. We obtained a recovery of \$1.0 million for the company. (VCAI)

Cirrus Logic Securities Litigation, Master File No. C-95-3978-EAI (Northern District of California). Lead Counsel in shareholder derivative action resulting from overstated financial statements and other violations of generally accepted accounting principles by large manufacturer of multimedia products. We obtained a settlement of \$1.0 million for the company. (CRUS)

Schubert & Reed LLP has also participated as counsel in class action or derivative cases involving the following companies:

SCHUBERT & REED LLP
PRACTICE AND HISTORY

3M Corporation (MMM)
 ABM Industries Incorporated (ABM)
 Abbott Laboratories, Inc. (ABT)
 Adaptec, Inc. (ADPT)
 Adobe Systems Incorporated (ADBE)
 Adelphia Communications Corporation (ADLA)
 Advanced Micro-Circuits Corporation (AMCC)
 Alcatel Alsthom (ALA)
 Amazon.com, Inc. (AMZN)
 America First Financial (AFFEZ)
 America Online, Inc. (AOL)
 American Bank Note Holographics, Inc. (ABH)
 American Income Life Insurance Company
 Archer-Daniels-Midland Company (ADM)
 Ariba, Inc. (ARBA)
 Ash Grove Cement Company (ASHG.PK)
 Aspec Technology, Inc. (ASPC)
 Assisted Living Concepts, Inc. (ALF)
 Atchison Casting Corp. (FDY)
 Aurora Foods, Inc. (AOR)
 Bay Area Cellular Telephone Co. (BACTC)
 Blockbuster Video (BBI)
 Borders Group, Inc.
 Boston Scientific Corporation (BSX)
 Bre-X Corporation (BXMN)
 Broadcom Corporation (BRCM)
 California Amplifier, Inc. (CAMP)
 Candies, Inc. (CAND)
 Caremark, Inc. (CMX)
 Caremark International Inc.
 Caribbean Cigar Co. (CIGRD, CIGRW)
 Charles Allmon Trust
 Centennial Technologies, Inc. (CENL)
 Cisco Systems, Inc. (CSCO)
 Citizen Utilities Company (CZN)
 Complete Management, Inc. (CPMI)
 CompuMed, Inc. (CMPD)
 Coram Healthcare Corporation (CRH)
 Corpro Cos. Inc. (CO)
 Creative Technology Ltd. (CREAF)
 Critical Path, Inc. (CPHT)
 Cyberguard Corporation (CYBG)
 Cylink Corporation (CYLK)
 Del Global Technologies Corporation (DGTC)
 Digital Equipment Corp. (DEC pa)

Digital Lightwave, Inc. (DIGL)
 DoubleClick, Inc. (DCLK)
 eBay, Inc. (EBAY)
 Employee Solutions, Inc. (ESOL)
 Emulex Corporation (EMLX)
 Enron Corporation
 Fen-Phen Diet Pill Litigation
 Fine Host Corp. (FINE)
 First Merchants Acceptance Corp. (FMAC)
 First Virtual Communications, Inc. (FVC)
 FLIR Systems Inc. (FLIR)
 Ford Motor Company (F)
 FPA Medical Management, Inc. (FPAM)
 Frederick's of Hollywood
 Fujitsu Computer Products of America
 Gencor Industries, Inc. (GCRX)
 Genzyme Corporation (GENZ)
 Greyhound Lines, Inc. (BUS)
 Guidant Corporation (GDT)
 Hanover Compressor Company (HC)
 HealthSouth Corporation (HLSH)
 Herbalife International, Inc. (HERBA)
 Hewlett-Packard Corporation (HPQ)
 Honda Motor Company (HMC)
 HPL Technologies, Inc. (HPLA)
 Informix Corporation (IFMX)
 Inso Corporation (INSO)
 Intel Corporation (INTC)
 Intershop Communications AG (ISHP)
 Interspeed, Inc. (ISPD)
 JDS Uniphase Corporation (JDSU)
 JWP, Inc.
 Ketema
 Kidder Peabody & Co.
 Knoll, Inc.(KNL)
 Koger Properties
 Legato Systems, Inc. (LGTO)
 Lernout & Hauspie Speech Products, N.V. (LHSP)
 Littlefield, Adams & Company (FUNW)
 Louisiana-Pacific Corporation (LPX)
 Macromedia, Inc. (MACR)
 Martha Stewart Living Omnimedia, Inc. (MSO)
 Maxxam, Inc. (MXM)
 McKesson HBOC, Inc. (HBOC)
 Medaphis Corporation (MEDA)

Media Vision
Med/Waste, Inc. (MWDSE)
Mercury Finance Company (MFNNQ)
Mirant Corporation (MIR)
Mitek Systems, Inc. (MITK)
Motorcar Parts & Accessories, Inc. (MPAA)
NetManage, Inc. (NETM)
Network Computing Devices, Inc. (NCDI)
Network Solutions, Inc. (NSOL)
New Century Financial Corporation (NCEN)
Networks Associates, Inc. (NETA)
North Face Inc. (TNFI)
Network Solutions, Inc.
Orbital Sciences Corporation (ORB)
Pacific Gateway Enterprises
Pacific Telephone Company
PennCorp Financial Group, Inc. (PFG)
PeopleSoft, Inc. (PSFT)
Peregrine Systems, Inc. (PRGN)
Philip Services Corporation
Phycor, Inc. (PHYC)
Presstek Inc. (PRST)
Providian Financial Corporation (PVN)
Quaker State Corporation (KSF)
Qwest Communications International Inc. (Q)
Quintus Corporation (QNTS)
Rambus, Inc. (RMBS)
Riverstone Networks, Inc. (RSTN)
Roberds, Inc. (RBDS)
Saf T Lok, Inc. (LOCK)
Safeskin Corporation (SFSK)
Safety-Kleen Corporation (SKLN)

Salomon Bros.
Schlotzsky's Inc. (BUNZ)
Seagate Technology Inc. (SEG)
Secure Computing Corporation (SCUR)
Shiva Corporation (SHVA)
Silicon Graphics, Inc. (SGI)
Sirena Apparel Group, Inc. (SIRN)
SmarTalk Teleservice, Inc. (SMTK)
Sony Computer Entertainment America, Inc.
Spanlink Communications, Inc. (SPLK)
Spectrum Information Technologies, Inc. (SITI)
Sumitomo Metal Industries, Ltd. (SMMLY)
Summit Technology, Inc. (SMCT)
Sybase, Inc. (SYBS)
Synchronys Softcorp (SYCR)
T2
Telebit Corporation
Telxon Corporation (TLXN)
Tenera, Inc. (TNR)
Terayon Communication Systems, Inc. (TERN)
ToysRUs, Inc. (TOY)
Tut Systems, Inc. (TUTS)
TwinLab Corporation (TWLB)
Unify Corporation (UNFY)
U.S. Trust Corporation
U.S. West, Inc. (USW)
U.S. Wireless Corporation
Ventro Corporation
Verisign, Inc. (VRSN)
Versata, Inc. (VATA)
Websecure, Inc. (WEBS)
Worldcom, Inc. (WCOEQ)

ATTORNEYS

ROBERT C. SCHUBERT received a B.S. degree from the New York State School of Industrial and Labor Relations at Cornell University in 1966, where he graduated first in his class. He received his J.D. cum laude from Harvard Law School in 1969, after which he taught law, first at the Columbia University School of Law (1969-1970), and then at Golden Gate University School of Law (Assistant Professor, 1970-1975). Since that time he has been actively engaged in the practice of law, at both the trial and appellate levels. He specializes in complex litigation, particularly securities and antitrust class actions and shareholder derivative suits. He is a member of the State and Federal bars of California (since 1974), Massachusetts (since 1972) and New York (since 1970). In addition he has been admitted pro hac vice in the following courts, among others: United States District Courts for the Eastern District of Pennsylvania, the Middle District of Florida, the Northern District of Georgia, the Southern District of Ohio, the Western District of Oklahoma, the Western and Northern Districts of Texas, the Northern and Central Districts of Illinois, the Districts of Colorado, Oregon, Delaware, Utah, Montana, Arizona and New Hampshire, and in the Superior Court of the State of Alaska. He has participated in discovery proceedings throughout the United States and the United Kingdom. He is also an arbitrator, and since 1971 has arbitrated numerous disputes under the auspices of the Federal Mediation and Conciliation Service. He is the author of several published articles.

JUDEN JUSTICE REED obtained his A.B. degree from Columbia University in 1983. He was awarded his J.D. degree by Fordham University School of Law in New York, and served as Editor-in-Chief of the Fordham International Law Journal. Mr. Reed was admitted to the practice of law in Connecticut in 1986, in New York in 1989 and in California in 1991. He specializes in both complex litigation and in corporate law, including corporate finance, securities regulation and mergers and acquisitions. Mr. Reed has devoted extensive time to corporate governance litigation in recent years, including the negotiated adoption of comprehensive corporate governance reforms in resolution of shareholder derivative actions, both preceding and following the enactment of the Sarbanes-Oxley Act of 2002. Mr. Reed has been admitted pro hac vice in numerous federal and state courts, and has participated in the prosecution and defense of cases throughout the United States and before the U.S. - Iran Claims Tribunal at The Hague, Netherlands. Previously, Mr. Reed was associated with Wall Street's Carter, Ledyard & Milburn, where he was actively involved in corporate finance, mergers and acquisitions and represented both issuers and underwriters in the public sale of securities. Mr. Reed is presently an advisor to the Institute For Law and Economic Policy.

WILLEM F. JONCKHEER received his B.A. degree from Colgate University in 1990. He was awarded his J.D. degree in 1995 from the University of San Francisco School of Law. He has been a law intern with the Pacific Stock Exchange and the U.S. Securities & Exchange Commission. Mr. Jonckheer was admitted to the State Bar of California in 1995.

AARON H. DARSKY received his B.A. from Michigan State University College of Business in 1990. He was awarded his J.D. degree in 1998 from the Golden Gate University School of Law, with a Certificate of Specialization in Litigation. He has been a law intern with the Santa Clara County Office of the Public Defender and a teaching assistant in the Litigation Program at Golden Gate University School of Law for Professor Bernard Segal. Mr. Darsky was admitted to the State Bar of California in 2001 and is also admitted to practice in the United States District Courts for the Northern, Central and Southern Districts of California and the United States Court of Appeals for the Ninth Circuit.

MIRANDA P. KOLBE received her B.A. from Hamilton College in 1984. She was awarded her J.D. degree in 1999 from the University of California at Berkeley, Boalt Hall. She served as a full-time legal researcher in the Civil Division of the San Francisco Superior Court during 2000-2001. Ms. Kolbe was admitted to the State Bar of California in 2001.